

1 QUINN EMANUEL URQUHART & SULLIVAN LLP

Michael B. Carlinsky (*pro hac vice* forthcoming)

2 michaelcarlinsky@quinnemanuel.com

Renita N. Sharma (*pro hac vice* forthcoming)

3 renitasharma@quinnemanuel.com

51 Madison Ave., 22nd Floor

4 New York, NY 10010

Telephone: (212) 849-7000

5 Facsimile: (212) 849-7100

6 Terry L. Wit (SBN 233473)

terrywit@quinnemanuel.com

7 50 California Street, 22nd Floor

San Francisco, CA 94111

8 Telephone: (415) 875-6600

Facsimile: (415) 875-6700

9 Eric D. Winston (SBN 202407)

10 ericwinston@quinnemanuel.com

865 S. Figueroa St., 10th Floor

11 Los Angeles, California 90017

Telephone: (213) 443-3000

12 Facsimile: (213) 443-3100

13 *Attorneys for Defendants Lockton Companies*

14 *LLC and Lockton Companies LLC – Pacific Series*

15 **UNITED STATES DISTRICT COURT**
16 **NORTHERN DISTRICT OF CALIFORNIA**
17 **SAN FRANCISCO DIVISION**

17 CEDRIC DE LISSER, CHRISTOPHER MOSER,
18 and MICHAEL MICHELIN, in their capacity as
the Trustees of the Cred Liquidation Trust,

19 Plaintiffs,

20 v.

21 LOCKTON INSURANCE COMPANY LLC,
d/b/a LOCKTON INSURANCE BROKERS
22 LLC, a Missouri limited liability company;
LOCKTON COMPANIES, LLC – PACIFIC
23 SERIES, d/b/a LOCKTON INSURANCE
24 BROKERS LLC, a Missouri limited liability
company; and DOES 1-10, inclusive.

25 Defendants.
26

Case No. 3:23-cv-00243

**DECLARATION OF TERRY L. WIT IN
SUPPORT OF NOTICE OF REMOVAL**

DECLARATION OF TERRY L. WIT

I, Terry L. Wit, hereby declare as follows:

1. I am a member of the State of California and admitted to practice before the Court. I am a partner of Quinn Emanuel Urquhart & Sullivan, LLP, counsel for Defendants in the above-captioned action. Except as otherwise noted, I have personal firsthand knowledge of the matters set forth in this Declaration, and if called as a witness I would testify competently to those matters.

2. Attached hereto as **Exhibit A** is a true and correct copy of the *Verified Original Complaint* filed in the Superior Court of the State of California, County of San Francisco in Case No. CGC-22-60358 on December 22, 2022.

3. Attached hereto as **Exhibit B** is a true and correct copy of the *Civil Case Cover Sheet* filed in the Superior Court of the State of California, County of San Francisco in Case No. CGC-22-60358 on December 22, 2022.

4. Attached hereto as **Exhibit C** is a true and correct copy of the *Notice to Plaintiff* filed in the Superior Court of the State of California, County of San Francisco in Case No. CGC-22-60358 on December 22, 2022.

5. Attached hereto as **Exhibit D** is a true and correct copy of the *Summons* filed in the Superior Court of the State of California, County of San Francisco in Case No. CGC-22-60358 on January 5, 2023.

6. Attached hereto as **Exhibit E** is a true and correct copy of the *Proof of Service Summons* filed in the Superior Court of the State of California, County of San Francisco in Case No. CGC-22-60358 on January 10, 2023.

7. Attached hereto as **Exhibit F** is a true and correct copy of the *Order Confirming and Approving on a Final Basis Modified First Amended Combined Plan of Liquidation and Disclosure Statement of Cred Inc. and its Subsidiaries Under Chapter 11 of the Bankruptcy Code* filed in the United States Bankruptcy Court for the District of Delaware in Case No. 20-12836 on March 11, 2021.

8. Attached hereto as **Exhibit G** is a true and correct copy of the *Modified First Amended Combined Joint Plan of Liquidation and Disclosure Statement of Cred Inc. and its*

1 *Subsidiaries Under Chapter 11 of the Bankruptcy Code* filed in the United States Bankruptcy
2 Court for the District of Delaware in Case No. 20-12836 on April 16, 2021.

3 9. Attached hereto as **Exhibit H** is a true and correct copy of the *Notice of (A) Entry*
4 *of Order Confirming the First Amended Combined Joint Plan of Liquidation and Disclosure*
5 *Statement of Cred Inc. and its Subsidiaries Under Chapter 11 of the Bankruptcy Code and (B) the*
6 *Occurrence of the Effective Date* filed in the United States Bankruptcy Court for the District of
7 Delaware in Case No. 20-12836 on April 19, 2021.

8 10. Attached hereto as **Exhibit I** is a true and correct copy of the *Declaration of Drew*
9 *McManigle, Founder and Chief Executive Officer, MACCO Restructuring Group, LLC* filed in the
10 United States Bankruptcy Court for the District of Delaware in Case No. 20-12836 on November
11 9, 2020.

12 11. Attached hereto as **Exhibit J** is a true and correct copy of the *First Amended*
13 *Combined Joint Plan of Liquidation and Disclosure Statement of Cred Inc. and its Subsidiaries*
14 *Under Chapter 11 of the Bankruptcy Code* filed in the United States Bankruptcy Court for the
15 District of Delaware in Case No. 20-12836 on January 21, 2021.

16 12. Attached hereto as **Exhibit K** is a true and correct copy of the *Report of Robert J.*
17 *Stark, Examiner* filed in the United States Bankruptcy Court for the District of Delaware in Case
18 No. 20-12836 on March 8, 2021.

19 13. Attached hereto as **Exhibit L** is a true and correct copy of the *Voluntary Petition*
20 *for Non-Individuals Filing for Bankruptcy* filed in the United States Bankruptcy Court for the
21 District of Delaware in Case No. 20-12836 on November 7, 2020.

22 14. Attached hereto as **Exhibit M** is a true and correct copy of the *Motion of Debtors*
23 *for Entry of Interim and Final Orders (I) Authorizing Debtors to (A) Maintain Insurance Policies,*
24 *(B) Pay all Related Obligations, and (II) Granting Related Relief* filed in the United States
25 Bankruptcy Court for the District of Delaware in Case No. 20-12836 on November 8, 2020.

26 15. Attached hereto as **Exhibit N** is a true and correct copy of the *Interim Order (I)*
27 *Authorizing Debtors to (A) Maintain Insurance Policies, (B) Pay all Related Obligations, and (II)*
28 *Granting Related Relief* filed in the United States Bankruptcy Court for the District of Delaware in

1 Case No. 20-12836 on November 10, 2020.

2 16. Attached hereto as **Exhibit O** is a true and correct copy of the *Final Order (I)*
3 *Authorizing Debtors to (A) Maintain Insurance Policies, (B) Pay all Related Obligations, and (II)*
4 *Granting Related Relief* filed in the United States Bankruptcy Court for the District of Delaware in
5 Case No. 20-12836 on December 18, 2020.

6 17. Attached hereto as **Exhibit P** is a true and correct copy of the documents filed as
7 ECF 120 in the United States Bankruptcy Court for the District of Delaware in Case No. 20-12836
8 on December 3, 2020.

9 18. Attached hereto as **Exhibit Q** is a true and correct copy of the *Debtors' Motion*
10 *Pursuant to Bankruptcy Code Sections 363(b) and 105(a) for Authorization to Enter into and*
11 *Perform Under a Plan Support Agreement Term Sheet* filed in the United States Bankruptcy Court
12 for the District of Delaware in Case No. 20-12836 on December 23, 2020.

13 19. Attached hereto as **Exhibit R** is a true and correct copy of the *Notice of Filing of*
14 *Amended Plan Supplement for First Amended Combined Joint Plan of Liquidation and Disclosure*
15 *Statement of Cred Inc. and its Subsidiaries Under Chapter 11 of the Bankruptcy Code* filed in the
16 United States Bankruptcy Court for the District of Delaware in Case No. 20-12836 on March 4,
17 2021.

18 20. Attached hereto as **Exhibit S** is a true and correct copy of the *Notice of Filing of*
19 *Liquidation Trust Agreement* filed in the United States Bankruptcy Court for the District of
20 Delaware in Case No. 20-12836 on March 2, 2021.

21 21. Attached hereto as **Exhibit T** is a true and correct copy of the *Motion of the Cred*
22 *Inc. Liquidation Trust for Entry of Order Approving Third Party Claim Assignment Procedures*
23 filed in the United States Bankruptcy Court for the District of Delaware in Case No. 20-12836 on
24 June 23, 2022.

25 22. Attached hereto as **Exhibit U** is a true and correct copy of the *Complaint* filed in
26 the United States Bankruptcy Court for the District of Delaware in Case No. 20-12836 on
27 December 5, 2022.

28

1 I declare under penalty of perjury under the laws of the United States of America that the
2 foregoing is true and correct. Executed this 18th day of January, 2023, at Alameda, California.

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4 By /s/ Terry L. Wit
5 Terry L. Wit
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